

## APPENDIX 2A

### ISSUER'S DECLARATION

**(Except for depositary receipts)**

This form of issuer's declaration is required to be entered into by an issuer in support of an issuer's application for a listing.

To: The Cayman Islands Stock Exchange (the "Exchange") \_\_\_\_\_ 20 \_\_\_\_

1. We, \_\_\_\_\_ being \_\_\_\_\_ directors \_\_\_\_\_ of \_\_\_\_\_ (insert name of issuer) ("the issuer"), hereby declare that to the best of our knowledge, information and belief (having taken reasonable care to ensure that such is the case):

- (a) the issuer has satisfied all the relevant conditions for listing and all the other relevant requirements of the listing rules of the Cayman Islands Stock Exchange ("listing rules") both in relation to the issuer and the securities of the issuer which are the subject of the application for listing;
  - (b) all the information required to be included in the listing document pursuant to the listing rules has been included;
  - (c) all the documents required by the listing rules to support the application for listing have been or will be supplied to the Exchange in accordance with the listing rules; and
  - (d) there are no other facts bearing on the issuer's application for listing which in our opinion, should be disclosed to the Exchange.
2. We hereby confirm that we understand the nature of our responsibilities and obligations as directors of a listed company under the listing rules and under the Code on Takeovers and Mergers and Rules Governing Substantial Acquisitions of Shares (such Code applying to all companies listed on the Exchange other than open-ended funds, specialist securities and securities of specialist securities) and in particular, understand what is required of us to enable holders of the issuer's listed securities and the public to appraise the position of the issuer and avoid the creation of a false market in its securities once they are listed.
3. We hereby acknowledge that our securities shall remain listed only during the pleasure of the Exchange, and we hereby undertake and agree to comply with the listing rules and other rules from time to time issued by the Exchange and in particular undertake and agree to comply with the continuing obligations to the Exchange as set out in the relevant part of the listing rules of the Exchange. We

- acknowledge the power of the Exchange to suspend or terminate our listing and to take other actions with respect to us in accordance with its rules.
4. We hereby authorise the Exchange to obtain information from, and pass information to, any authority, agency or body having responsibility for the supervision of financial services or for law enforcement, whether in the Cayman Islands or elsewhere.
  5. We hereby declare that to the best of our knowledge and belief the issuer has its primary listing on the \_\_\_\_\_ (name of the primary regulatory exchange) and is in good standing with that exchange. \*
  6. We hereby declare that to the best of our knowledge and belief the issuer's securities will be marketed only to a limited number of investors who are particularly knowledgeable in investment matters. \*\*
  7. We hereby declare that the issuer's securities will be marketed only to qualified investors as defined in chapter 1 of the listing rules following receipt of relevant written representations. \*\*\*

Signed on behalf of: \_\_\_\_\_

By: \_\_\_\_\_  
Director, secretary or other duly authorised\*\*\*\* representative

\*This declaration needs to be made with regards to secondary listings only.  
\*\*This declaration needs to be made with regards to issues of specialist securities and corporate debt securities only.  
\*\*\*This declaration needs to be made with regards to issues of securities of specialist companies only.  
\*\*\*\*Authorisation would normally consist of a resolution of the issuer with an appropriate minute noting its approval by the directors in accordance with the constitution of the issuer.

# APPENDIX 2B

## ISSUER'S DECLARATION FOR A LISTING OF SPONSORED DEPOSITARY RECEIPTS

To: The Cayman Island Stock Exchange (the "Exchange")  
\_\_\_\_\_20\_\_\_\_\_

We, \_\_\_\_\_ (insert name of issuer)  
("the issuer") with respect to the listing of the following depositary receipts:

\_\_\_\_\_

\_\_\_\_\_

hereby declare that:

1.
  - a) the issuer has satisfied all the relevant conditions for listing and all the other relevant requirements of the listing rules of the Exchange both in relation to the issuer and the depositary receipts which are the subject of the application for a listing;
  - b) all the information required to be included in the listing document pursuant to the listing rules has been included;
  - c) all the documents required by the listing rules in support of the application for listing have been or will be supplied to the Exchange in accordance with the listing rules; and
  - d) there are no other facts bearing on the applicant's application for listing which in our opinion should be disclosed to the Exchange.
  
2. We hereby confirm that we understand the nature of our responsibilities and obligations as an issuer of shares represented by the depositary receipts under the listing rules, and in particular understand what is required of us to enable holders of the listed depositary receipts to appraise the position of the issuer and to avoid the creation of a false market in its securities once they are listed.
  
3. We hereby acknowledge that the depositary receipts shall remain listed only during the pleasure of the Exchange, and we hereby undertake and agree to comply with the listing rules and other rules from time to time issued by the Exchange and in particular undertake and agree to comply with the continuing obligations of the Exchange as set out in the relevant part of the listing rules of the Exchange. We acknowledge the power of the Exchange to suspend or cancel our listing and to take other actions with respect to us in accordance with its rules.

- 4 We hereby declare that to the best of our knowledge and belief the issuer has its primary listing on the \_\_\_\_\_(name of the primary regulatory exchange) and is in good standing with that exchange.\*
- 5 We hereby authorise the Exchange to obtain information from, and pass information to, any authority, agency or body having responsibility for the supervision of financial services or for law enforcement, whether in the Cayman Islands or elsewhere.

Signed on behalf of: \_\_\_\_\_

By: \_\_\_\_\_

Director, secretary or other duly authorised\*\* representative

\*This declaration need be made with regards to secondary listings only.

\*\*Authorisation would normally consist of a resolution of the issuer with an appropriate minute noting its approval by the directors in accordance with the constitution of the issuer.

# APPENDIX 2C

## APPLICANT'S DECLARATION FOR A LISTING OF UNSPONSORED DEPOSITARY RECEIPTS

To: The Cayman Island Stock Exchange (the "Exchange")  
\_\_\_\_\_20\_\_\_\_\_

We \_\_\_\_\_ ("the applicant") with respect to  
the listing of the following depositary receipts:

\_\_\_\_\_

\_\_\_\_\_

hereby declare that:

1.
  - a) the un-sponsored depositary receipts which are the subject of the application for listing satisfy all the relevant requirements of the listing rules of the Exchange;
  - b) all the documents required by the listing rules in support of the application for listing have been or will be supplied to the Exchange in accordance with the listing rules; and
  - c) all information obtained and published by the applicant in the listing document has come from publicly available sources and has been accurately reproduced in the listing document but such information has not been independently verified or checked\*.

*\*or, if applicable, the extent to which it has been so verified or checked.*

2. We hereby acknowledge that the un-sponsored depositary receipts shall remain listed only during the pleasure of the Exchange.
3. We hereby authorise the Exchange to obtain information from, and pass information to, any authority, agency or body having responsibility for the supervision of financial services or for law enforcement, whether in the Cayman Islands or elsewhere.

Signed on behalf of: \_\_\_\_\_

By: \_\_\_\_\_  
Director, secretary or other duly authorised\* representative

\*Authorisation would normally consist of a resolution of the issuer with an appropriate minute noting its approval by the directors in accordance with the constitution of the issuer